MINUTES OF A SPECIAL MEETING OF THE CITY COUNCIL
January 17, 2011
City of Richardson, Texas

A Regular Meeting of the City Council was held at 6:00 p.m., Monday, January 17, 2011 with a quorum of said Council present, to-wit:

Gary Slagel	Mayor
Bob Townsend	Mayor Pro Tem
Mark Solomon	Council member
John Murphy	Council member
Bob Macy	Council member
Steve Mitchell	Council member
Amir Omar	Council member

City staff present:

Bill Keffler	City Manager
Dan Johnson	Deputy City Manager
Michelle Thames	Assistant City Manager Administrative Services
David Morgan	Assistant City Manager Community Services
Cliff Miller	Assistant City Manager Development Services
EA Hoppe	Assistant to the City Manager
Pamela Schmidt	City Secretary
Sam Chavez	Asst. Dir. of Development Services – Planning
Dave Carter	Asst. Dir. of Development Services – Traffic

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1. INVOCATION

2. PLEDGE OF ALLEGIANCE: U.S. AND TEXAS FLAGS

3. MINUTES OF THE DECEMBER 6, 2010, DECEMBER 20, 2010, AND JANUARY 10, 2011 MEETINGS

ACTION TAKEN: Mr. Macy moved approval of the minutes; second by Mr. Mitchell and the motion was approved with a unanimous vote.

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4. VISITORS.

Mayor Slagel advised the audience that the Council has already received a lot of input from those in favor, in opposition and those who are concerned. He explained the typical process for managing public hearing items, which included hearing from staff and the applicant followed by the people who want to speak. He stated that the Visitors item is for anyone to speak about items not listed as a public hearing item and asked the City Secretary to announce the visitors.

Mark Smithhisler, 2201 Victoria Lane, Board member of the Neighborhood Protection Alliance addressed the Council about the process of the agenda. He noted that residents have spent hours observing Plan Commission and joint Council/Plan Commission meetings on the public hearing topic as well as spent time researching the topic. He stated they spent time drafting

objectives and reasonable questions with the goal to make sure that the City Council and staff are considering all aspects of the development to insure the most successful outcome. He voiced objection and disappoint that residents would have to wait until after the presentations to ask their questions, which he noted have already been provided to Council. He questioned the City's motives and sincerity and asked Council to follow the intent of the posted and approved agenda, and allow the NPA of Richardson to speak during the Visitors items.

Darrell Day, 1303 Chickasaw, asked about the wisdom of adding potentially 7,000 new apartments and asked if the City had conducted any specific survey of Richardson residents to determine what they feel is needed or wanted in the area as well as requested the survey be made public. He began to address the posted public hearing item and Mayor Slagel asked that he hold his comments until the appropriate time during the public hearing.

Ms. Schmidt advised that Mr. Bassuk stated he was interested in speaking regarding Item 5.

With regard to the comments made by Mr. Smithhisler, Mayor Slagel replied that the process that would be followed has been followed for many meetings and years, and again explained the process. He further noted that he had described the process to Mrs. Smithhisler the previous week and received a request from her on Sunday suggesting it be handled the way described by Mr. Smithhisler. He reiterated that it is not the process or practice used in the past. He stated the goal is to get public input from the Council and the residents. He stated they would talk through the application because the applicant has made some modifications since the Plan Commission meeting. He confirmed receiving the questions referred to by Mr. Smithhisler as he received the questions late in the afternoon. He assured the audience that the City would address the questions, but would not be able to address it this evening. He felt it was very important for the audience to listen to the application, to try to understand what the application is about and then form a decision. He stated the Council would not take action this evening and will continue discussing the application in two weeks. He announced that the public hearings would be held at the same time to expedite the process but would discuss them separately.

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5. PUBLIC HEARING, ZONING FILE 10-21: A REQUEST BY SCOTT POLIKOV, GATEWAY PLANNING GROUP, INC., REPRESENTING BUSH/75 PARTNERS LP, FOR A PD PLANNED DEVELOPMENT FOR APPROXIMATELY 57 ACRES LOCATED ON THE NORTH SIDE OF RENNER ROAD BETWEEN THE DART LIGHT RAIL AND PLANO ROAD.

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6. PUBLIC HEARING, ZONING FILE 10-20: A REQUEST BY BRIAN E. MOORE, GOOD FULTON & FARRELL PLANNING AND THE CITY OF RICHARDSON, REPRESENTING THE ESTATE OF W.W. CARUTH, JR., US TRUST, BANK OF AMERICA AND THE CITY OF PLANO, FOR A PD PLANNED DEVELOPMENT FOR APPROXIMATELY 86 ACRES LOCATED AT THE NORTHWEST AND NORTHEAST CORNERS OF US HWY 75 AND RENNER ROAD.

Mr. Keffler explained that the City of Plano owns some property within the Caruth holdings and based on State statute, they cannot have their property reviewed in a zoning file and have assigned that responsibility to the City of Richardson inherently as a part of this process. He stated that this has been a very moving process even since the City Plan Commission (CPC) took their action on December 7, 2011. He explained that since that time period, staff has had

multiple meetings with the property owners in response to an ongoing number of issues that have been raised by the public, the City staff and comments raised by the applicants, and is the reason why it is so important to review what some may feel is tired information. He noted the Council's interest in transit oriented development over 14 years ago and stated that the dozens of public meetings since that time reflect the Council's intent of trying to maximize the value of the DART investment and to take advantage of the properties around the rail stations. He advised that in 1997, the Comprehensive Planning Guide first noted the Bush Turnpike Station as a location in the Comp Plan and with it identified TOD for the first time in the 2000 Comp Plan Guide that followed that work as a planning initiative that the City wanted to continue to pursue. He stated that the history is important, as reviewed during the November 9th Joint Meeting with the CPC, and stated that the history demonstrates that it is a product of vision. He noted that many City Councils, Plan Commission members and the public have been a part of the vision. He stated that in 2000, the Council commissioned the Urban Land Institute to look at all rail stations including the Bush site. In 2009, amplification was made on transit villages with a live, work and play theme. He provided highlights of the study, particularly regarding the site in question. He informed Council that the Parliament Group purchased the property near the DART station on September 1, 2009 and the purchase was followed by a kick-off meeting on March 22, 2010 with groups representing the two property owners as well as a myriad of other staff participation. He referred to the June 7, 2010 Joint Work Session with the City Plan Commission and a second joint meeting on November 9, 2010, both of which underscore the public process and discussions. He stated that Richardson has been an active participant on a Regional context as well. He felt it important to note that Mike Eastland, Executive Director of the North Central Texas Council of Governments, met with the Council in June of 2010 and discussed the 2050 implementation of the Vision North Texas and underscored that Richardson is a part of the bigger whole. Mr. Keffler stated the study identified that people want more than a home; they want a community that is walkable with character identity, a healthy lifestyle, and choices as lives and interests change. He noted Mr. Eastland's comments that the neighborhoods, jobs, services and amenities that North Texans want and need in 2030 or 2060 will not be the same as in 2000 or earlier. He also referred to *Dallas Morning News* articles talking about the areas of the future. Mr. Keffler stated the Telecom Corridor is the second largest employment center in DFW. He stated that more people work here than in the Central Business District of Fort Worth, Las Colinas or in Legacy; all very well regarded workplaces. He noted that Richardson is conscious about the need to compete with other communities as it tries to hold on to jobs that has allowed Richardson to be the community that it is. He stated the City will continue to focus on other key areas and study areas that are perceived to be desired areas such as Waters Creek, West Village or Legacy Town Center. He read from an email he received addressed to the Mayor and Council encouraging the Council to use the expertise to put into place all of the safeguards and caps that will guide the City of Richardson into becoming a true leader of this area for growth in the 21st Century. He asked Sam Chavez, Asst. Director of Development Services – Planning, to brief the Council on the two requests.

Mr. Chavez stated that the property in question is located on the south side of George Bush Tollway just north of Renner Road between Plano Road on the west side of US 75. The current zoning on the property for the Bush Central Station is about 57 acres of land that allows for office, research, hospital, hotel, light manufacturing, limited retail and residential. The Caruth property is about 85 acres and allows similar type uses, but does not allow residential use. He also noted the zoning districts surrounding the properties. He stated that the 2009 Comprehensive Plan designates the area for Transit Village and Regional Employment. Mr. Chavez explained that the request is to rezone the properties to PD Planned Development District through the use of form-based elements. He assured the Council that subject properties would be required to comply with all City codes and ordinances, specifically the zoning

ordinance when not in conflict with the proposed PD, Subdivision and Development Code, Building codes, Fire codes, Drainage and Engineering Design Standards, Landscape Standards, the Thoroughfare Plan and the Sign Code. He reviewed a PD Comparison table explaining the difference between conventional zoning and form based zoning, noting that form based code provides more detail than a typical PD District. Key components of the requested PD are the regulating plan (zoning map) and the development standards using text & graphics. The Bush Central Station character zones include TOD Core, TOD Mixed Use, Highway Mixed Use, and Arterial Mixed use, and the Caruth character zones include TOD Core, TOD Mixed Use, Arterial Mixed Use, TOD Freeway Hi-Rise and Urban Neighborhood. He brought attention to the fact that the developable Caruth property included 52.5 acres and the Bush Central Station of developable properties included 28.6 acres. A lot of the acreage is used for the open space requirements and the infrastructure and street network system. Mr. Chavez stated that the street designations establish a certain character and design to improve walkability with the PD. He underscored that the development standards provide for the setbacks, building heights and those sorts of elements and it establishes a coherent urban character and encourages an attractive development. He provided a map reflecting the proposed building heights along with the building heights currently allowed and noted that based on the exhibit, the maximum height would be 300 ft., which equates to a 27-28 story building. He reviewed charts with development standards for exterior materials for the Bush Central Station and the Caruth area and noted that both proposals exceed the minimum requirements for exterior materials in a residential setting. He referred to the proposed street and streetscape, streetscapes and landscape, and signage standards and noted that the public realm is widened to allow for street cafes. He advised that the standards prohibit any sort of residential on the first floor. The PD includes sign standards for the types of signs and includes design, development and installation criteria. He compared the development process included in the PD to the City's development process. He stated that if the plan complies with the PD requirements or requires minor modifications as defined in the PD, it would be reviewed and approved by the administrative staff. The subdivision plat is then forwarded to the Plan Commission. Mr. Chavez explained that if staff determines that a minor modification does not meet the threshold, the applicant can appeal to the City Manager and if denied by the City Manager or his designee, the request for modification would be heard by the City Council, illustrating that there are checks and balances in the PD. Any major modifications would go through to the Plan Commission and Council as a special development plan through the zoning process. He described the steps that staff would take in reviewing an application under the PD. He noted that one of the unique items about the proposed PD is that it requires street trees and landscaping and noted the standards such as being planted 40' on center and 12' in height and he also noted the requirements for pedestrian scale lighting and bike racks along Type "A" streets. Mr. Chavez relinquished the floor to Dave Carter to present the Traffic Impact Analysis, which was conducted by Kimley Horn & Associates.

Mr. Mitchell asked for number of allowed apartments. Mr. Chavez replied that there are no multi-family units allowed in the Caruth property and the northern half of the Bush Central Station has zoning entitlements for 426 units. Mr. Mitchell asked how many apartments would be allowed on the tract further to the east of Plano Road that is not part of the zoning request and Mr. Chavez replied just under 2000 units. He stated the property also allows office and retail development. Mr. Mitchell asked what would keep it from being developed as a large apartment community and not having the kind of amenities that residents want to have. Mr. Chavez stated that the development standards eliminate the possibility of what would be considered a traditional garden type style apartment complex. Mr. Mitchell asked if there was anything in the proposed ordinance that would assure the incremental amenities as multi family is being constructed. Mr. Mitchell defined amenities such as restaurants and retail and again asked if there are guarantees. Mr. Keffler interjected that it is the applicant's responsibility to

explain and describe the application on the points raised by Mr. Mitchell. Mr. Chavez stated there are development standards that prohibit residents from occupying the first floor of any building.

Mr. Omar asked if the proposed park and other green space would be considered an amenity and Mr. Chavez replied affirmatively.

Mayor Slagel asked staff to continue with the Traffic Impact Analysis.

Mr. Carter advised that the applicant hired Kimley Horn & Associates, Inc., (KHA) to prepare a single combined TIA and the study included all three properties together to get a good overview of the entire development process. The study utilized the City's standard guidelines for developing TIA's. Mr. Carter noted that Kimley Horn has performed previous studies in the area including signal timing and design projects, which allowed them to be familiar with the area. They conducted new traffic counts and turning movements at all surrounding roadways and at signalized intersections. He reported that the City hired Lee Engineering to review the TIA to have an unbiased person and a firm to review all of the details. Following the Plan Commission meeting and subsequent meetings with the public, City staff requested that the applicants have Kimley Horn & Associates conduct analysis of additional scenarios. He explained the review requirements of the TIA and the additional scenarios. Using an aerial photograph, Mr. Carter reviewed the existing daily traffic volume counts in the area of Bush and US 75. He advised that Kimley Horn utilized the land use assumptions that were provided by the applicants. He reviewed and described the table providing land use assumptions and zoning comparisons as well as a trip generation table, with existing and proposed zoning. He noted that the proposed TOD mixed use zoning results in more daily traffic than the existing zoning, but is spread out over the day. He also noted that peak hour traffic volumes would be lower with a better distribution of inbound and outbound traffic. Mr. Carter stated that congestion is generally associated with morning and evening peak hours and pointed out that the TIA calls for a 15% decrease in morning peak hours and a 17% decrease for the evening peak hours, so there would be less traffic during the peak hours but more spread out throughout the day. He further noted that the TIA provides that 30% of the traffic would be to/from the North; 15% to/from the East; 37% to/from the South and 18% to/from the West. He talked about the current level of service showing Renner Road at Level D, which is considered acceptable. He reviewed the TIA recommended developer mitigation measures for Renner Road, Plano Road, US 75 frontage roads and other transportation recommendations.

Renner Road

- WB auxiliary Lane – Plano road to Rough Creek Parkway
- WB deceleration lanes at all other driveways
- Median opening with turn lanes and traffic signal at drive P2
- EB left turn to Routh Creek Parkway
- Improved WB right lane with island and auxiliary lane at US 75

Plano Road

- SB auxiliary / right turn lanes – Bush Turnpike to Renner Road
- NB left turn lanes at Infocom and Drive P5
- Traffic signals at Infocom Drive and Drive P5
- Improve right lane with island at Renner Road

US 75 Frontage Roads
- Deceleration lanes at all driveways
- Satisfy TxDOT access management requirements

Other Transportation Recommendations
- Cotton Belt Transit Line connection to Bush Turnpike Station
- Plano Road at Renner Road intersection to remain at-grade intersection

He also reviewed the TIA recommended potential future CIP improvements that could be considered by the City and TxDOT.

Renner Road at US 75 Frontage Roads
- Modify the existing 5-lane SBFR approach to Renner Road to provide two left turn lanes (one shared with the U-turn lane), two through lanes and one right turn lane.
- Modify the existing 5-lane NBFR approach to Renner Road to provide two left turn lanes (one shared with the U-turn lane), two through lanes, and one right turn lane.
- Convert the existing northbound right turn lane to be a free right turn by the addition of an eastbound auxiliary lane on Renner Road between the NBFR and the eastbound right turn bay at Routh Creek Parkway.

Renner Road at Plano Road
- Convert the existing northbound right turn lane to be a free right turn by the addition of an acceleration lane on eastbound Renner Road.

He noted that significant levels of roadway capacity enhancements including additional turn bays and auxiliary lanes are proposed as part of the regulating plan to maximize the efficiency of the roadway network. He pointed out that the current Master Transportation Plan calls for the Plano Road at Renner Road intersection to be grade separated and the TIA concludes that it could remain at-grade.

Mr. Mitchell asked about the timeline for the improvements and funding responsibility. Mr. Carter stated the developer's mitigation would be implemented as the development takes place, meaning the time line is based on the development. The auxiliary lane further to the south might go in at the beginning. The improvement at Plano and Renner might be constructed with a significant development, but wouldn't necessarily have to construct it all at once.

Mr. Murphy asked if the volume count was based upon existing road conditions outside the City remaining the same and asked if they took into account that Bush would eventually connect to the east to I-30. Mr. Carter explained that the TIA adds in the background traffic first; evaluates that and then adds the development to the background traffic. He stated there would be some growth that would not be attributable to the development.

Mr. Townsend asked about the development process with regard to minor modifications. Mr. Chavez responded that minor modifications are defined in the proposed code and provided examples of a minor modification. He likened it to an appeal of a building code.

Mr. Chavez continued the presentation providing a comparison chart of development standards to other similar types of developments; Legacy Town Center, Waters Creek and West Village. He noted that there are no maximums within the West Village or Waters Creek developments. He stated the proposed development seemed to be in line with the comparable sites. He noted

the major element in the subject sites is the rail station. Mayor Slagel asked about a comparison of retail and Mr. Chavez stated it is within the planned commercial, which includes retail and hotel. Mr. Mitchell asked about heights at the comparable sites and Mr. Chavez stated there were no minimums. Mr. Solomon asked if the 1.5/1 FAR was a ratio for multi family and other uses and Mr. Chavez replied affirmatively. Mr. Murphy asked Mr. Chavez to address the minimum height standard. Mr. Chavez pointed out that West Village, Waters Creek and the Legacy Town Center building heights are written into the standard zoning ordinance and were not planned development districts. He reviewed the Plan Commission recommendations and described the applicant's proposed revisions since the December 21st Plan Commission meeting.

Applicant Proposed Revisions since the City Plan Commission meeting

Bush Central Station

- Changed the building material requirements along Plano and Renner Road to be the same as for a Type A street
- Added "curtain" before glass under building materials
- Added Plano, Renner and PGBT access road building frontages within specific character zones to require buildings to be built to Retail Ready Standards

Caruth

- Added a periodic review provision
- Excluded multi-family from Arterial Mixed Use Character Zone
- Added a minimum 50' building height to the TOD Core Character Zone
- Excluded the CPC recommended minimum 80' building height from TOD Freeway HI-Rise on the west side of US 75
- Amended the minimum building height from 80' to 50' in the TOD Freeway Hi-Rise adjacent to the rail line
- Increased the maximum building height from 100' to 180' in the TOD Freeway Hi-Rise zone, south of future Infocom
- Added retail ready depiction to Street Sections

He noted the following key points of the proposal: both are planned development districts; proposed standards equal to and/or greater than current City standards; all other codes and ordinances still apply; developable acreage is significantly less than gross acreage; normal staff review procedure is in place; there is CPC and City Council oversight; and proposed standards inhibit first floor residential. He also reviewed PD standards that drive high quality mixed use. He concluded the presentation with topics for refinement which included the need for a periodic status review, multi-family caps, construction quality, and location; minimum building heights and final mix of land uses. Mr. Keffler underscored that the topics of refinement have been discussed at length with the applicants. Mayor Slagel noted phasing is another topic that people are concerned about and needs to be discussed.

Mr. Omar asked about floor to floor height and asked what it meant for ceiling inside the floor. Mr. Chavez replied that it creates a 10' air space, which would be the typical office or live-work unit and definitely a residential unit and would provide for a minimum 8' ceiling height.

Mayor Slagel invited the applicant for Item 5 to present the application.

Bill Dahlstrom, 901 Main Street, Ste. 6000, Dallas, on behalf of Bush/75 Partners, LP, stated they are really excited about the project; have property owners who have invested in the community and are in it for the long haul. He stated the project is a unique opportunity to make a real statement for the rest of the country; to provide a quality development to help recruit some of the talented employment for the blue chip companies in the City of Richardson. He stated his role is to address some of the questions heard. He voiced their agreement of a cap of 2,400 multi-family rental units that does not include townhomes or condominiums. He agreed that buildings on no less than 50% of the net acreage north of Infocom Drive must be constructed in accordance with the proposed standards for structures with over five stories in height, which is a way to say with concrete and steel. With regard to the tract of land east of Plano Road, he offered deed restrictions prohibiting multi family units within 600 ft of the north boundary of Renner Road into the 150 acres. He voiced agreement that a property owners association for the Bush Central property would appear before the Council in a work session every three years with a report on the progress of the development to include the square footage of the buildings that have actually been completed; the number of urban dwelling units/residential units that have been completed; photographs showing compliance with the design guidelines; and a confirmation plan that shows the extent of the development within the Bush Central 57 acre development. He agreed that they would prohibit two story apartments within the development, which effectively addresses the minimum height in the multi family units. He felt the TIA addressed the issues of concern for traffic congestion. With regard to green space, he stated that the proposal requires open space; a large green area along Routh Creek Parkway; a mandatory Plaza; a mandatory green; a mandatory square and the streetscape itself includes public realms. With regard to the park space along Routh Creek Parkway, he noted that only a small portion of it is in the flood plain so the majority would be developable. He relinquished the floor to Scott Polikov to address the design issues.

Mr. Mitchell asked about the offered deed restrictions on the property east of Plano Road that was not part of the request as it relates to the number of apartments it would still allow. Mr. Dahlstrom stated the deed restrictions were to provide a buffer but had not focused on the use of the property because it was not part of the proposed zoning case.

With regard to the area south of Infocom, Mr. Omar asked about minimums and Mr. Dahlstrom replied it would be the minimums as set forth in the code.

Scott Polikov stated the form based code would be the regulating plan for Bush Central Station and presented an illustrative plan that is not part of the ordinance, but is what was developed based on the market analysis, based on the shape of the property, based on leveraging the park, and based on the relationship to the Caruth properties. He stated the plan embraces the entire area as one organism. He began the presentation with a concept drawing reflecting the type of development that could be expected and noted that the 15 story building conceived of as a hotel could include some condominium units and would be constructed with steel and concrete. With regard to what guarantees the quality of the construction, he stated that it is the level of detail in the form based code, which exceeds the minimum standards in the City's current code. He felt it is the totality of the ordinance that will insure the quality. With regard to the floor to floor for the second floor, he stated it was a 10' minimum and would likely be exceeded because many people like airier residential areas. Mr. Polikov noted that the Comprehensive Plan calls for a transit oriented development and sustainability, which the proposal includes. He referred to the study by the Urban Land Institute, which is a fairly conservative organization primarily consisting of developers and investors. He reiterated that development of the Bush/75 area was a prime opportunity in the region and the Country. He stated that Richardson is poised to really take advantage of providing an area for an influx of

people over the next 40 to 50 years. Referring to the Regional Transportation Council, he stated the approved 2035 program has deprogrammed 50 billion of new highway capacity, most of it in the fringes of the Metroplex, which means that the Cotton Belt corridors and other future rail corridors that will connect to the Cotton Belt and the connections to the DART corridors, becomes the place to attract the high quality development. This makes the opportunity at Bush Central more important. It's significant because the young professionals, as reported by the *Wall Street Journal*, the Gen Ys represent a higher demographic and noted the key finding that they want to walk everywhere. He stated that stick construction can withstand decades and can be reinvented. He felt that providing a mix and having the kind of proposed quality provides a full range of housing opportunities. He stated that much of West Village is stick construction. He stressed that form based code is not an open checkbook as some have characterized it. He stated that form based code focuses on form and design and the conventional zoning focuses on use. He stated it is literally impossible to do all apartments and underscored that garden style apartments will not be allowed. He gave Craig Ranch in McKinney as a good example of a form based code with almost 3 million square feet of non-residential constructed in 8 years with no minimum mix. He addressed protections that were provided in the code such as the prohibition of residential units on the ground floor for the first 30' of Main Street frontage. The reason to not prescribe a minimum mix in every building is to let the designers be creative and figure out exactly where the mix should be. He stated the streets are the most important part of the neighborhood and stated that most of America was based on form based code, but it was not called that at the time. He stated most of the great downtowns were not prescribed a use mix from a building site to building site but were prescribing the development outcome and street types. He provided photos of buildings in major cities that reflect the strict standards proposed. Mr. Polikov pointed out that the code provides very stringent standards on hiding structured parking so that the parking structures don't overwhelm the project. He reviewed the checks and balances imposed in the code to ensure compliance and the extensive protections in terms of building and design standards. He stated that no other ordinance at the zoning level in this region or the United States has the same level of prescription at zoning for the street design. He stated the proposed code includes very clear identification of the types of things that would be considered minor modifications. With regard to minor modifications being denied, Mr. Polikov explained that it wasn't that the minor modifications would be heard by Council, it was whether an appeal of a minor modification would be heard by the CPC or Council and the decision was for it to go to Council. He provided the following regulations:

Minor modifications are minor changes to the Bush Central Station Code within specified limits to the following elements of the Code:

- Area of Character zones ±15% change only
- Location of any mandatory street may move 100' in any direction
- 10% change in any street setback line
- No more than 20% change in any build-to line or zone
- No more than 15% reduction in the building frontage standard
- Waiver of street screen required along Type 'B' streets (under limited conditions only)
- Minor adjustments to street cross sections

Mr. Polikov stated that if something doesn't come in that meets the defined block patterns, development characteristics, uses, or building placements, it must go to Council for approval.

Roy Wilshire, Kimely Horn & Associates, pointed out that the plan proposes a very rich network of internal streets that brings traffic to the adjacent roadways. In addition, he referred to the auxiliary lanes and additional lanes to be built on Plano Road and Renner Road, and other

proposed lanes. He emphasized proposed traffic volumes compared to existing. He stated that staff limited the TIA to a 10% transit reduction and stated that he felt the transit reduction could be significantly more, which would drive the other numbers down.

Mr. Polikov noted that Mr. Dahlstrom, Mr. Willshire and the applicants have big ties to Richardson and would not have met with staff and the community as much as they have if they were just trying to get a zoning entitlement to flip the property. He reiterated that appeals to minor modifications will go to Council, and reinforced that if the neighborhood character zone is done and it is optional on the southern half with lower intensity with the townhomes, we would not require that 'A' street to be retail ready. He recapped the responsive code changes as follows:

- Increased the masonry requirements to higher than the City standards in some cases;
- Established the appeals process
- Effectively turn Plano and Renner Road into Type 'A' streets with about 80% of all streets are Type 'A' streets – retail ready streets
- At least 50% of the development by net land area north of Infocom Drive shall be constructed in accordance with standards in the City's building code for structures exceeding five stories regardless of height
- Cap of 2400 units for multi family and doesn't include attached single family or townhome
- One and two story multi family is prohibited
- The property owners association shall present a detailed report of the status of the development every three years to the City Council

In closing, Mr. Polikov felt this was the most exciting project in the United States and thought it would be a tremendous legacy. He felt the proposed code would build on the TOD strategy of the Telecom Corridor. He noted that they met with representatives of the blue chip companies who said the urban residential neighborhood component is critical to differentiating the area to recruit the best employees.

Mr. Murphy voiced a concern about the other 50% of construction that does not include concrete and steel and asked why the proposal did not go totally top quality; he also questioned the use of EIFS. Mr. Polikov stated that some of the highest rents are in areas without concrete and steel construction. If stick construction is eliminated, Council would not see the kind of urban residential and the mix move into the area. He felt that some of the highest quality projects in the region have the combination and speak for themselves. The location and the fact that the buildings will reinvent themselves is the assurance that the buildings will be maintained over time. He felt the proposal strikes the balance of being able to deliver to the market housing for the new graduates without being low quality. He felt the Spring Valley apartment example is off base and stressed the code prohibits anything like the development on Spring Valley. Mr. Murphy stated his appreciation for providing a cap on the number of multi family units. Mr. Polikov stated that they arrived at the 2,400 units in the TIA because it was a conglomeration of five or six factors including the market study, design and the location. He felt what would be developed is retail, hotel, office and entertainment.

Mr. Omar agreed that the development area is a crown jewel and stated that he has bought in to the concept of the form based code to provide flexibility and to allow a building to be reinvented. He felt that 10' ceilings should be minimum, rather than 8', which would make the floor to floor closer to 12 ft. He also suggested the first floor minimum should be 20' rather than 15' and felt that most would come in at more than 15 ft. Mr. Polikov felt that the 10 ft floor to floor was worth

talking about, but felt a minimum of 20' would result in a malicious obedience with lower quality. He felt that 15' is a threshold that will make it likely that you'll have accidence in almost all cases. Mr. Omar voiced a concern with the stick structure being able to be reinvented and stated he is worried that a 50% threshold would make it less than a crown jewel. Mr. Polikov stated it isn't true that stick construction can't be reinvented, but if it is a problem, even in a great area, it can be taken down. He further stated that places that are all steel frame are sterile, unimagined and not reinventable.

Mr. Solomon stated he liked the 2400 unit cap on multi-family, including condominiums and excluding townhomes. Mr. Solomon stated he preferred using the term residential units rather than apartments because it was a broader context that means that we can have condos in the cap. Mr. Polikov stated that the term apartment is not in the ordinance and multi family is the term that should be used to capture rental and condominiums. Mr. Solomon stated he likes the ownership factor better than the rental. He was concerned about a concentration of multi family without the mix being developed. Mr. Polikov replied that it is impossible to build 1200 units of residential on the site given the prohibition of one or two story apartments, the parking requirements, the vertical nature of the project and the requirement to build commercial ready ground floor. He stated that the first phase of the development is likely to be along Routh Creek and Infocom. Everything along Infocom on the ground floor has to be at a 30' depth, non residential. Everything along Routh Creek has to be a minimum 15 ft; flush entries for ADA; the building has to be up to the sidewalk; it has to be commercial code standard, which increases the per square foot cost tremendously, and is the power of the form based code. He stated that it is a system of elements that come together that assure that it's not going to be all urban residential.

Mayor Slagel asked about sustainability and talked about the concern with degradation of EIFS exterior material and concern about required phasing to make sure it is developed as proposed. Mr. Polikov stated that EIFS is not allowed on 'A' streets and not allowed on the ground floor of 'B' streets. He stated the market did a great job of developing Uptown and Legacy even without the development standards included in the proposal and did not have phasing requirements. He stated that the 'retail ready' requirement on all of the 'A' streets in blue and no residential allowed on the core street, by definition will require a phasing of mixes of uses. He felt there would be more mix and more aggressive phasing with the form based zoning. Mayor Slagel underscored that Council would like to see office, quality retail and enough residential to drive retail. Mr. Polikov stated it's the cool factor that makes the area attractive to the kind of retail desired rather than the number of units and stated it is the quality of the residential that creates the cool place.

Mr. Mitchell asked about the level of commitment to the proposed streets and elevations. Mr. Polikov stated that the streets illustrated were included in the code and further noted that every street has to be constructed as described in the code. The regulating plan guarantees the types of streets shown. Mr. Polikov stated that they believe that the details matter in the project and that the details will require the elevations of the constructed building to look something like the illustrations provided. He further stated, however, that the style and architectural application could change but the type of building frontage as depicted would occur. He stated that the probability of having a significant amount of building frontage along Routh Creek above five stories is very likely, but could not be guaranteed. Mr. Mitchell stated he would like to see more emphasis on the office component and less emphasis on the multi family piece. He stated he would like to see more buildings like BCBS and other types of office buildings and asked how to reserve areas for those things. Mr. Polikov stated the Council should consider all of the property in both cases and noted that there is plenty of capacity for millions of square feet of

office. He felt the 2400 cap helps in that regard and the required concrete and steel construction creates the reserve. Mr. Mitchell asked again for an estimate of the number of apartments that could be constructed on the property east of Plano Road. Mr. Polikov stated he wanted to be very careful that they are not crossing over into contract zoning; he stated they have not tried to calculate a number; it could be a big number. He underscored that the deed restriction on the property was not contingent on the zoning case before the Council.

Mr. Macy stated he is impressed by all of the people involved and asked about LEED design. Mr. Polikov asked that Mr. Good be allowed to respond to the environmental question. He stated that it was the applicant's opinion that the 10% transit capture was low and noted that every street is bike friendly whether it includes a bike lane or not, and noted that the carbon footprint on a per household or per person basis relative to the rest of the region would be very low.

Mr. Townsend stated he would really like to see them submit a zoning request for something other than multi-family on the property east of Plano Road. He stated his concern about the commercial to residential ratio and asked what the ratio was for West Village. Mr. Polikov stated it was a floor to area ratio rather than a use ratio and stated that the West Village should be viewed with the thousands of urban units and offices around it.

Mr. Solomon asked for the amount of developable acreage and Mr. Polikov replied that about 29 acres of the Caruth property is net development area, with a lot of it being streets, sidewalks, green space and parks. He stated that very little of it is in the flood plain.

Mr. Omar expressed a concern about not getting the very best result around the park and Mr. Polikov stated the developers don't have any development pressures on them; no interest clock ticking and the longer they wait, the better off they are in terms of the development potential and are aligned with the Council's interest. He felt that all of the other factors add up to the cost of delivering a building and will drive good quality.

Mr. Murphy asked about deliveries, trash pickup and other issues. Mr. Polikov stated that they worked those issues with Mr. Wilshire to reflect a very good deployment of those needs. In answer to Mr. Mitchell regarding the apartments on the property on the east side of Plano Road not included in the current zoning application, Mr. Polikov stated that approximately 500 units would be reduced in the 600 ft buffer, so it would move to approximately 1500 possible units.

Mayor Slagel opened the floor to the applicant for Item 6.

Larry Good, Good Fulton & Ferrell, advised that Gateway Planning wrote the proposed code. He stated that they could not write a zoning ordinance or prepare a planned development district ordinance until a master plan has been developed that they feel can be delivered so the illustrative plan provides that. He stated their experience allows them to be pretty accurate with their predictions with how the property would develop and how it has to develop to match the economics of the site and the Council's vision. He reminded everyone that the route for the Cotton Belt to get to this station comes about because his clients have agreed to dedicate that property and make it available. He stated that the Cotton Belt would be an elevated rail over Central that runs through the property. He stated that approximately 25 acres is set aside as part of the Spring Creek greenbelt. In addition to the existing trail system that is under construction, the regulating plan obligates them to cross the creek and bring the trail up to the Station. The streets shown in the plan are highly defined and they must build it. He expected that all of the Central Expressway/Bush Turnpike intersection tracts are going to be most

appealing to office users. The residential units with ground floor retail will occur in the TOD area immediately adjacent to the Station. He stated that a mix of scale is necessary to create a TOD that is pedestrian friendly; that feels good to people living there and shopping there. He used photos of similar areas to illustrate his comments. He talked about the character zones and the mixture of buildings. He agreed to a cap of 1,500 total multi family units; Multi family will not be permitted in the arterial mixed use character zone; agreed to a minimum height of 80 ft on several blocks; and agreed that 53% of street frontages on the east tract require ground floor retail. With regard to construction quality, he stated that the minimum height forces concrete or steel construction types; EIFS limited to 15% of any façade, and only above 8 feet in height; and considerable detail of design standards. He stated that they don't want to lose the case over EIFS. He stated the benefit of using EIFS is for those cornice moldings and trims that are in shapes that are too expensive to create in stone. He stated that changing the 15% to language that allows its use for decorative moldings would be acceptable. He reiterated the comments by Mr. Polikov that the details in the code of the buildings assure the quality of the development. Lastly Mr. Good included language in the ordinance to require a periodic assessment at 60 months after the approval of the first building permit and at a frequency of each 36 months thereafter.

Mr. Mitchell asked about the proposed height of 50 ft rather than 80 ft. Mr. Good stated the core blocks and the two blocks north against Bush Turnpike are proposed to be 50 ft and 80 ft on the blocks fronting Central on the east side of Central. He referred to the need to have sunlight on the streets in order for the right atmosphere to be created. Mr. Mitchell voiced a concern with the PGBT overwhelming the proposed buildings and Mr. Good stated it wasn't about PGBT, it was about the environment for the people within the development. He clarified that the minimum height on the access challenged southwest corner of US 75 and Bush is something that they cannot lived with. He stated the tract must be accessed either by exiting before Alma and continuing on the frontage road of Bush or existing north of Plano Parkway is you are heading south. He stated it would be an office site and it would be very difficult to entice something larger than a three story user.

Mayor Slagel asked about the type of construction on the remaining 47% of the property and Mr. Good stated that to make ground floor functional a concrete podium is constructed, which can have as much as four stories of wood frame above that podium. So it is likely to have a five story building with a parking garage. He stated the Bush frontage is not a nice environment so the master plan reflects the parking garage pushed up against the Turnpike and wrap around it and conceal it with residential and retail. Mr. Good explained that wrap style residential is developed frequently in seven story concrete frame so concrete and steel construction is not prohibited. He reminded Council that the parking garages can't be exposed to view on certain streets.

Mr. Omar voiced a concern about lowering the minimum height from 80 to 50 feet and felt it would not maintain the level of standard. He asked him to talk about where apartments and townhouses would be allowed. Mr. Good felt the land was too expensive for townhouses anywhere and the difference between townhouses at 8-12 unit per acre range and the proposed development, which is 100 units per acre if it is five stories, is already reflecting land value with what it's been pointed toward even with the 50 ft minimum height. Mr. Omar stated that many have embraced the concept of multi family close to rail but if the most logical use is going to be office, he would prefer it be formalized on paper. He reiterated his desire to have 10' ceilings to insure a quality development. Mr. Good stated the market is driving 10 ft ceilings and to get it, one customarily has an 11'8" floor to floor. Mr. Omar stated he just wants to insure the quality that has been stated and it is his opinion that 10' ceiling is indicative of a quality unit. With

regard to the proposed 15 ft ceilings for commercial / retail development, Mr. Good said that generally retailers are looking for 14 – 16 ft ceilings and though the 15 ft ceilings were in the right range.

Mr. Murphy voiced his preference of 10 ft ceilings as well and was not opposed to regulating the height. He questioned the 50 ft minimum along the toll road. Mr. Good stated they could not support it because it removes some flexibility for the scale of the blocks, which is crucial to the success. He stated that this is a neighborhood with different scales of buildings and different uses that creates a sense of place.

With regard to comments from the audience, Mayor Slagel noted there were three categories; in favor, in opposition and neutral, and stated speakers in opposition would speak first. He also noted that the applicants would be given an opportunity to respond to the comments. He reiterated that Council would not make a decision this evening. He asked the City Secretary to begin calling speakers in opposition to the podium. Ms. Schmidt noted there were a total of 37 cards submitted with the majority being neutral.

Jim Shepherd, 1811 Normandy Drive, spoke in opposition to the request and to form based zoning. He encouraged the Council to zone the property for use desired.

David Clelland, 2706 Foxboro Drive, presented various numbers regarding density, population and population growth. He questioned the impact on the school district, on the quality of life and urged the Council to give the request due consideration. He spoke in opposition to the request.

Larry Bassuk, 2907 Wyndham Lane, stated he was looking for assurances that the property would be developed as proposed and stated his understanding that it was the ordinance that would provide the assurances. He stated there were good points raised and was in favor of the request.

Darrell Day, 1303 Chickasaw, spoke against the request due to the number of apartments and spoke about the need to have assurances from the developer.

Karl Voigtsberger, 411 Canyon Ridge Drive, voiced concern about the density of the apartment housing. He questioned if all of the facts were being presented. He felt there were too many unanswered questions and encouraged the Council to take a much closer look at what was being proposed.

Rama Nune, 3204 Owens Blvd., voiced concern about the proposed increase in multi-family units. He wanted to support the development aspect but felt the density was more than the neighborhood would support. He also voiced concern about increased traffic congestion.

Evelyn Roberson, 2217 Victoria Lane, felt the form based code allows the developers to set their own development standards; voiced concern about a lack of oversight; was concerned with extremely dense capacity and felt that density breeds decline and crime. She also questioned the costs of widening Plano Road and Renner Road and was opposed to the requests.

Maitri Smithhisler, 2201 Victoria, Chair of the Neighborhood Protection Alliance of Richardson (NPAR), stated that she felt the residents should have been allowed to speak before the staff and applicant presented the application as requested. She felt the Plan Commission did not adequately vet the requests. She stated the residents want a successful, truly mixed development but it needs to have the greatest possible due diligence to make sure it happens.

She stated that other speakers would present questions and she felt the answers would generate more questions and discussions.

Nancy Husky, 1408 Ridgemoor Lane, Vice President of the Sherrill Park HOA, asked if a comparison had been done to the example developments to identify other less visible yet material differences. She also asked about setbacks.

Katherine Cargile, 1605 Woodoak Drive, Vice President of Owens Park NA, asked if an analysis of the urban forest had been completed and if there had been an analysis of the creation of a recreation area using the vacant 23 acre lot of undeveloped land at the southeast corner of Lookout Drive and Plano Road.

Shelley McCall, 538 Highland Blvd., President of Highland Terrace, asked for the resume and credentials of the third party expert engaged to provide an ongoing objective perspective of the development.

Robert Pavelick, 1627 Aurora Drive, Co President of Yale Park HOA, asked what would happen if the Cotton Belt goes through Plano rather than Richardson.

Chuck Johnson, 2304 Primrose Drive, Vice Chair for the Civic and Environmental Committee for Crowley Park, talked about the need for an analysis of successful form based zoning projects; asked if the staff thoroughly evaluated the form based code to insure that it exceeds the City's building requirements and public safety codes; and asked if an analysis of additional resources compared to projected revenue had been completed.

David Ruffino, 2103 Briarwick Court, Past President of the University Estates North HOA, asked questions regarding the ULI study.

Bill Kinder, 2662 Daffodil, President of the Crowley Park NA, stated that a thoughtful, well done TOD could be beneficial but was concerned about the proposed density and the traffic impact on Renner Road. He asked if Council has had any interaction with the people who would develop the property.

Darryl Grant, 4420 Binley Drive, President of Creek Hollow HOA, asked if it is correct that the City has offered an incentive to finance internal street infrastructure for the development; asked if it was common for the City to offer tax abatements to encourage economic development. He also asked about the amount of parking spaces that would be available and if the development would really would be pedestrian friendly.

Diana Clawson, 800 Westminster Drive, President of the Duck Creek HOA, asked if an analysis has been conducted to determine whether the plan meets the City's standard for park service. She asked about the flood plain and green space and asked if a floodplain and storm water management analysis had been completed. She also felt that the form based code would increase the staff workload and minimizes transparency at the Plan Commission and Council level. She voiced concern about density, traffic, and air quality.

John Wallberg, 1609 Woodoak Drive, President of Owens Park NA, talked about the level of disposable income that residents would need in order to sustain the development and also asked if an analysis had been completed on which major or local retailers would be interested in the location.

David Leister, 1904 Drew Lane, NPAR liaison for University Estates North, asked if the analysis and case studies that support 10% transit reduction be provided; asked if there are minutes of meetings held to document the evolution of the project and asked if an analysis on realigning Renner Road between Plano Road to 190 had been conducted.

George Human, 1510 Amesbury Drive, Immediate Past President of Sherrill Park NA, stated he and his neighborhood had concerns of density, building heights, number of apartments and related traffic congestion.

Charlie Dorris, 2220 Shannon Lane, asked what would happen if the Cotton Belt does not run through Richardson; asked about control of the development; setbacks off Renner Road and Plano Road as well as height restrictions.

Verlie Throckmorton, 1602 Pickwick, on behalf of Sue Oldham of the Sherrill Park NA, talked about concerns of increased crime, and asked about upstream impacts of flooding due to increased rooftops. He asked if there had been an analysis between the planner, the City and TxDOT for long term solutions.

Chip Pratt, 2700 W. Prairie Creek, Director of Community Relations for the Canyon Creek HOA, stated the Board is in favor of a high quality TOD development on the site that includes retail, restaurants, office and residential uses and is developed in a manner and quality similar to other high end mixed use developments. He stated their belief that the proposal does not adequately assure that the end result will live up to its vision. He urged the Council to set a maximum on the amount of density permitted for each type of use to insure an adequate mix of uses and a cap on the number of apartments. He noted concerns of traffic congestion and lowered levels of service.

Dennis Stewart, 5616 McKinley, stated that although not opposed to the project as presented, he asked if the city had committed its taxpayers to contribute $25 million to the projects and if so, asked where the funds would come from.

Rick Wilder, 1614 Villanova Drive, asked if an environmental impact study was completed and stated a desire to see the study. He stated they would like to see the land developed in a responsible and realistic manner that will compliment the surrounding communities. He requested that responses to all of the questions asked be posted on cor.net at least two weeks prior to the next public hearing and stated he looked forward to an iterative and transparent process.

Cathy Jackson, 3303 Foxcreek Drive, asked about the traffic analysis stating that she thought the inbound and outbound numbers would be closer, and asked how many people the City expected would use DART. She also felt that many retail places would not want 20' ceiling heights because of the utility costs.

Jim Strand, 411 Belle Grove Drive, Chair of the Richardson Chamber of Commerce, stated the Chamber was in favor of the project and listed the positive aspects of the proposed development. He voiced concerns of assurances of a quality development; asked for requirements for phasing of construction to insure that it would not be strictly multi family; talked about the need for periodic review; traffic congestion and maintaining public safety.

Don Dillard, Galatyn Park Corporation, stated the request is visionary and spoke in support of the request.

Mayor Slagel stated the Council would continue discussion at the January 31 meeting. He stated staff would work to respond to the questions asked and would get as much information as possible posted on the City's website.

ACTION TAKEN ITEMS 5 AND 6: Mr. Murphy moved to adjourn the meeting and continue on January 31; second by Mr. Mitchell and the motion was approved with a unanimous vote.

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7. REPORT ON ITEMS OF COMMUNITY INTEREST.

None

The meeting was adjourned at 11:25 p.m.

MAYOR

ATTEST:

Pamela Schmidt

CITY SECRETARY